FORM D

APR 30 2007

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

## FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

F	/27/	
'	OMB APPROVAL	
	OMB Number: 3235-0076	
	8	
	07052527	
	DATE RECEIVED	

Name of Offering (☐ check if this is an a	amendment and name has changed, and indicate change.)	
Filing Under (Check box(es) that apply): Type of Filing:  New Filing	Rule 504 Rule 505 Rule 506 Amendment	Section 4(6) ULOE
	A. BASIC IDENTIFICATION DATA	
1. Enter the information requested about the	issuer	
Name of Issuer (☐ check if this is an	amendment and name has changed, and indicate change.)	
Lighthouse Low Volatility Fund (QP), L.P.		
Address of Executive Offices	(Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
3801 PGA Blvd., Suite 500, Palm Beach Ga	rdens, FL 33410	(561) 741-0820
Address of Principal Business Operations	(Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
(if different from Executive Offices)	Same	0000
Brief Description of Business		PROCESSE
Investments in Securities		
Type of Business Organization		MAY 0 8 2007
corporation	☐ limited partnership, already formed	other (please specify):
business trust	limited partnership, to be formed	D THOMSON
Actual or Estimated Day of C	Month Year	FINANCIAL
Actual or Estimated Date of Incorporation or	Organization: 1 0 0 1	Actual Estimated
Jurisdiction of Incorporation or Organization:	(Enter two-letter U.S. Postal Service Abbreviation for State:	
	CN for Canada; FN for other foreign jurisdiction)	D E

## GENERAL INSTRUCTIONS

#### Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

# State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

### **ATTENTION**

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

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2. Enter the informati	164		TIFICATION DATA		<u> </u>
	on requested for the f	-			
<del>-</del>	•	er has been organized within the	•	6 1 6	to a second state of the features.
	_	er to vote or dispose, or direct the			
		corporate issuers and of corporat	e general and managing partner	s of partnership issue	rs; and
	managing partner of Promoter		Executive Officer	Director	☐ General and/or
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	[] Executive Officer	□ Dilettor	Managing Partner
Full Name (Last name first, if	individual)				
Lighthouse Investment Part	ners, LLC				
Business or Residence Addres	s (Number and Stre	et, City, State, Zip Code)			
3801 PGA Blvd., Suite 500, I	Palm Beach Garden	s. F1. 33410			
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	☐ Director	☐ General and/or
Full Name (Last name first, if	individual)	Win			Managing Partner
run 14ame (Last name mst, n	marviduar)				
Lighthouse Partners, L.L.C. Business or Residence Addres		Ch. Ch. 70 C-10			
business of Residence Addres	s (Number and Sire	et, City, State, Zip Code)			
3801 PGA Blvd., Suite 500, I					Canani andian
Check Box(es) that Apply:	□ Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
Lighthouse Low Volatility M	laster Fund I P				
Business or Residence Addres		et, City, State, Zip Code)			
1901 DCA Dlud Suita 500 1	Palm Basah Condon	- EF 22410			
3801 PGA Blvd., Suite 500, I Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or
					Managing Partner
Full Name (Last name first, if	individual)				
McGould, Sean G.		<u> </u>			
Business or Residence Addres	s (Number and Stre	et, City, State, Zip Code)			
3801 PGA Blvd., Suite 500, I	Palm Beach Garden:	s, FL 33410			
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	☐ Director	General and/or
Full Name (Last name first, it	f individual)	<del></del>			Managing Partner
	,,				
Swan, III, Robert P. Business or Residence Addres	S (Number and Stre	et. City State Zin Code)			
	•	•			
3801 PGA Blvd., Suite 500, I Check Box(es) that Apply:	Palm Beach Garden:  Promoter	s, FL 33410  Beneficial Owner		Director	General and/or
Check Box(es) that Apply.		Beneficial Owner	Z Executive Officer		Managing Partner
Full Name (Last name first, if	individual)				<u> </u>
Lakin, Kevin R.					
	s (Number and Stre	et, City, State, Zip Code)			
Business or Residence Addres	Palm Beach Garden	s, FL 33410			
		<del></del>	Executive Officer	☐ Director	☐ General and/or
3801 PGA Blvd., Suite 500, 1	Promoter	<ul> <li>Beneficial Owner</li> </ul>	<del>_</del>		
3801 PGA Blvd., Suite 500, 1 Check Box(es) that Apply:		Beneficial Owner	<u> </u>		Managing Partner
Business or Residence Addres 3801 PGA Blvd., Suite 500, 1 Check Box(es) that Apply: Full Name (Last name first, if		Beneficial Owner	<u></u>		Managing Partner
3801 PGA Blvd., Suite 500, 1 Check Box(es) that Apply: Full Name (Last name first, if Perkins, J. Scott	individual)				Managing Partner
3801 PGA Blvd., Suite 500, 1 Check Box(es) that Apply: Full Name (Last name first, if	individual)				Managing Partner

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Each executive off	ficer and director of o	corporate issuers and of corporate	te general and managing partner	s of partnership issue	rs; and
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Il Name (Last name first, if	individual)				
nTrust Banks, Inc.					
siness or Residence Address	(Number and Stre	et, City, State, Zip Code)	·		
3 Peachtree Street, NE, At	lanto CA 30303				
neck Box(es) that Apply:		Beneficial Owner	Executive Officer	☐ Director	☐ General and/or
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Il Name (Last name first, if	individual)				
sPlaines, Kenneth					
isiness or Residence Address	s (Number and Stre	et, City, State, Zip Code)			
01 PGA Blvd., Suite 500, F	alm Beach Garden	s, FL 33410			
neck Box(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner
Il Name (Last name first, if	individual)	_			rimiaging i aither
rkins, Kelly R.	•				
isiness or Residence Address	s (Number and Stre	et, City, State, Zip Code)			
01 PGA Blvd., Suite 500, P neck Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	☐ Director	General and/or
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Il Name (Last name first, if	individual)				,,,minging i dittioi
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(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

					В.	INFURM	<u>AHUN</u>	ABOUT C	FFERIN	<u> </u>					
	Una the in-		4											Yes ⊠	No
I.	Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?								*	. Ба	Ч				
2.	• • • • • • • • • • • • • • • • • • • •									\$1.000	,000.00*				
									Yes	No					
3.	Does the offer														
1.	Enter the informuneration agent of a brobe listed are as	for solicitat ker or deale	tion of pure r registered	hasers in c with the S	onnection s EC and/or	with sales o with a state	f securities or states, li	in the offe ist the name	ring. If a postering of the broken	erson to be er or deale	e listed is a r. If more t	ın associate	d person c	r	
Full	Name (Last na	me first, if	individual)												
NO	NE			_											
Busi	ness or Resider	nce Address	(Number a	ind Street, (	City State,	Zip Code)									
Nan	e of Associated	d Broker or	Dealer												
State	s in Which Per						;								
	(Check "Al							(DE)			[GA]	[HI]	∐ [ID]	All	itates
	[AL] [IL]	[AK] [IN]	[AZ] [IA]	[AR] [KS]	[CA] [KY]	[CO] [LA]	[CT] [ME]	[DE] [MD]	[DC] [MA]	[FL] [MI]	[MN]	[MS]	[MO]		
	[MT]	(NE)	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	(OH)	[OK]	[OR]	[PA]		
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ull	[RI] Name (Last na	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]		-
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<sup>\*</sup>May be waived by the General Partner

	C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE	OF PROCE	EDS	
1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box \(\square\) and indicate in the columns below the amounts of securities offered for exchange and already exchanged.			
	Type of Security	Aggregate Offering Price		Amount Already Sold
	Debt	S	_	\$
	Equity	S	_	\$
	☐ Common ☐ Preferred			
	Convertible Securities (including warrants)	S	_	S
	Partnership Interests.	1,000,000,00	)	\$ <u>2,080,230*</u>
	Other (Specify:	S	_	\$
	Total	1,000,000,00	)	\$ <u>2,080,230*</u>
	Answer also in Appendix, Column 3, if filing under ULOE.			
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."			
		Number Investors		Aggregate Dollar Amount of Purchases
	Accredited Investors	2	_	\$ 2,080,230*
	Non-accredited Investors		-	\$ <u> </u> -
	Total (for filings under Rule 504 only)	2		\$ <u>2,080,230*</u>
	Answer also in Appendix, Column 4, if filing under ULOE.		-	
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.			Della Assessa
	Type of offering	Type of Security	<i>y</i>	Dollar Amount Sold
	Rule 505		_	\$
	Regulation A		_	\$
	Rule 504		_	S
	Total		_	s
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.			
	Transfer Agent's Fees			\$
	Printing and Engraving Costs			s
	Legal Fees		$\boxtimes$	s10,000
	Accounting Fees			S
	Engineering Fees			\$
	Sales Commissions (specify finders' fees separately)			\$
	Other Expenses (identify) miscellaneous & filing.		⊠	\$ 10,000
	Total		⊠	\$ 20,000**
*Rep	りなり合っている。 presents capital contributions as of April 2007.	•••••••	Ľ	<u> </u>

<sup>\*\*</sup>Represents original costs only.

b. Enter the difference between the aggregate offering price given in response to Part C - Question and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted groproceeds to the issuer."	oss	\$	999,980,000
Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for ear of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issues to forth in response to Part C - Question 4.b above.	to		
		Payments to Officers, Directors, and Affiliates	Payments to Others
Salaries and fees (1)	. 🗆	\$	□ s
Purchase of real estate	. 🗆	<b>\$</b>	□ \$
Purchase, rental or leasing and installation of machinery and equipment	. 🗆	<b>S</b>	□ \$
Construction or leasing of plant buildings and facilities	. 🗖	\$	□ \$
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	. 🗆	\$	□ s
Repayment of indebtedness	. 🗆	\$	□ <b>\$</b>
Working capital	. 🗆	\$	□ \$
Other (specify): Partnership Investments		<b>\$</b>	<b>S</b> 999,980,00
Column Totals	. 🗆	s	S 999,980,00
Total Payments Listed (column totals added)		⊠ \$ <u>_9</u>	<u>99,980,000</u> (1)
D. FEDERAL SIGNATURE			

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

(1) The partnership will pay the general partner an annual management fee of 1% of the total capital in the partnership. In addition, the partnership may pay management fees and performance allocations to sub-advisors.

Title of Signer (Print or Type)

Partner

Vice President

By:

Signature BY: Lighthouse Investment Partners, L.L.C., General

Issuer (Print or Type)

J. Scott Perkins

Name of Signer (Print or Type)

Lighthouse Low Volatility Fund (QP), L.P.

 $\mathbb{E}\mathcal{N}\mathcal{D}$ 

4-23-67

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)